

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

ORIGINAL

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U.S. BANKRUPTCY COURT
DISTRICT OF DELAWARE

In re:

W.R. GRACE & CO., et al.,¹

Debtors.

Chapter 11

Case No. 01-01139 (JJF)

(Jointly Administered)

SUPPLEMENTAL AFFIDAVIT AND DISCLOSURE ON BEHALF OF
FTI POLICANO & MANZO PURSUANT TO RULES 2014(a) AND 2016(a) OF THE
FEDERAL RULES OF BANKRUPTCY PROCEDURE

STATE OF NEW JERSEY)
)ss.
COUNTY OF BERGEN)

EDWIN N. ORDWAY, JR., being duly sworn, deposes and says:

1. I am a Managing Director of FTI Policano & Manzo, ("FTI P&M"), an operating unit of FTI Consulting, Inc. ("FTI"), and I am duly authorized to make this affidavit on behalf of FTI P&M. FTI P&M provides financial consulting services for restructuring matters and has its

¹ The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circo Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., GC Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, and H-G Coal Company.

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principal office at Park 80 West Plaza I, Saddle Brook, New Jersey.

2. On May 17, 2001, FTI P&M filed an Application for Retention of FTI P&M as Financial Advisors to the Official Committee of Unsecured Creditors (the "Committee").

3. In support of the Application, FTI P&M filed an Affidavit in accordance with Rules 2014(a) and 2016(a) of the Federal Rules of Bankruptcy Procedure (the "Original Affidavit"). The Order granting the Application was signed by this Court on June 21, 2001.

4. I incorporate in this Supplemental Affidavit all the statements made in the Original Affidavit which was filed with this Court on May 17, 2001.

5. Following the filing of the Original Affidavit, I was informed that FTI P&M has in the past been and currently is represented by Duane, Morris & Heckscher LLP (hereinafter "DM&H"), the Committee's local counsel, in unrelated matters.

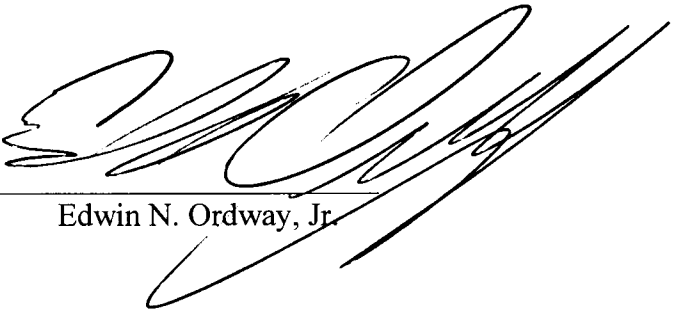
6. Based on this firm's ongoing relationship with DM&H, DM&H was asked to review a proposed Confidentiality Agreement between the Debtor and FTI P&M on an emergent basis as a condition to permitting FTI P&M access to the books and records of the Debtor in this case.

7. FTI P&M did execute and deliver to the Debtor the Confidentiality Agreement and did provide a copy of that Agreement to Stroock & Stroock & Lavan LLP, the Committee's co-counsel in this case.

8. Based upon the preceding information, the Original Affidavit and this Supplemental Affidavit, I believe that FTI P&M does not hold or represent an interest adverse to the Debtors' estates in the matters upon which FTI P&M is to be employed, and FTI P&M is

“disinterested” as that term is defined in §101(14) of the Bankruptcy Code, as modified by §1107(b) of the Bankruptcy Code.

DATED: July 24, 2001



Edwin N. Ordway, Jr.

Sworn to before me this
24th day of July, 2001



Notary Public
NWK136430.1

KATHIE JOZANOVIC
NOTARY PUBLIC OF NEW JERSEY
COMMISSION EXPIRES 09/11/05

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

| | | |
|-----------------------------------|---|-------------------------|
| In re: |) | Chapter 11 |
| |) | |
| W.R. Grace & Co., <u>et al.</u> , |) | Case No. 01-01139 (JJF) |
| |) | |
| |) | Jointly Administered |
| Debtors. |) | |
| |) | |

CERTIFICATE OF SERVICE

I, William K. Harrington, Esquire, certify that I am not less than 18 years of age, and that service of a copy of the attached **Supplemental Affidavit And Disclosure On Behalf Of FTI Policano & Manzo Pursuant To Rules 2014(a) And 2016(a) Of The Federal Rules Of Bankruptcy Procedure** was made July 27, 2001, upon:

All of the parties indicated on the attached Service List by first class mail, postage prepaid, or as otherwise indicated.

Under penalty of perjury, I declare that the foregoing is true and correct.

7-27-01
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